

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	: Chapter 11 Case No.
LEHMAN BROTHERS HOLDINGS INC., et al.,	: 08-13555 (JMP)
Debtors.	: (Jointly Administered)
	:
	:
-----X	

**AFFIDAVIT AND DISCLOSURE STATEMENT OF JEFFREY J. GREENBAUM,
ON BEHALF OF SILLS CUMMIS & GROSS P.C.**

STATE OF NEW JERSEY)
) ss:
COUNTY OF ESSEX)

Jeffrey J. Greenbaum. being duly sworn, upon his oath, deposes and says:

1. I am a member of the law firm of Sills Cummis & Gross, P.C., located at One Riverfront Plaza, Newark, New Jersey 07102-5400 (the "Firm").
2. Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (together, the "Debtors" and, collectively with their non-debtor affiliates, "Lehman"), have requested that the Firm provide litigation services to the Debtors, and the Firm has consented to provide such services.
3. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases. The Firm does perform services for such persons in connection with these

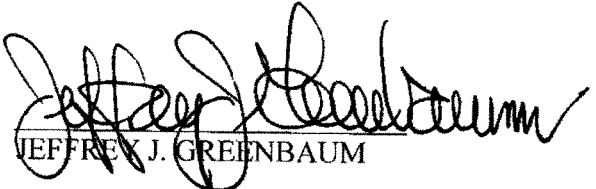
chapter 11 cases. The Firm does not perform services for any such person in connection with matters upon which the Firm is proposed to be engaged by Lehman or, to the best of my knowledge, in connection with the specific debtors that would be the Firm's clients.

4. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Firm.

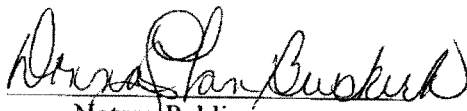
5. Neither I, nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates.

6. The Debtors owe the Firm \$25,295.90 for prepetition services.

7. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Affidavit.¹

By: 
JEFFREY J. GREENBAUM

Subscribed and sworn to before me
this 13th day of MARCH, 2009


Notary Public
DONNA VAN BUSKIRK
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 5/20/2013

¹ If necessary.

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RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY LEHMAN BROTHERS HOLDINGS INC. OR ANY OF ITS DEBTOR AFFILIATES (collectively, the "Debtors")

DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.
RETURN IT FOR FILING BY THE DEBTORS, TO:

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153
Attn: Jennifer Sapp
Christopher Stauble

All questions **must** be answered. Please use "none," "not applicable," or "N/A," as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of firm:

Sills Cummis & Gross, P.C.

One Riverfront Plaza

Newark, NJ 07102-5400

2. Date of retention: N/A

3. Type of services provided (accounting, legal, etc.):

Legal – Litigation-related

4. Brief description of services to be provided:

Represent BNC Mortgage and LBHI in mortgage rescue scheme related
litigation and other mortgage or real estate related litigation.

5. Arrangements for compensation (hourly, contingent, etc.)

Hourly.

- (a) Average hourly rate (if applicable):

N/A

- (b) Estimated average monthly compensation based on prepetition
retention (if firm was employed prepetition):

\$30,000 - \$50,000

6. Prepetition claims against the Debtors held by the firm:

Amount of claim: \$25,295.90

Date claim arose: Various

Source of Claim: Prepetition legal services

7. Prepetition claims against the Debtors held individually by any member,
associate, or professional employee of the firm:

Name: None to my knowledge, except to the extent one or more
individuals may have claims arising from their ownership or other interest
in securities issued by one or more Lehman entities.

Status: _____

Amount of Claim: \$ _____

Date claim arose: _____

Source of claim: _____

8. Stock of the Debtors currently held by the firm:

Kind of shares: None

No. of shares: _____

9. Stock of the Debtors currently held individually by any member, associate, or professional employee of the firm:

Name: Various partners or associates hold shares of Lehman, either
individually, as custodians or trustees.

Status: _____

Kind of shares: Common stock, preferred stock and bonds

No. of shares: Various lots

10. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed.

None

11. Name of individual completing this form:

Jeffrey J. Greenbaum